

EXHIBIT B

Proposed Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

Adv. Pro. No. 08-01789 (SMB)

SIPA Liquidation

(Substantively Consolidated)

**ORDER GRANTING TRUSTEE'S APPLICATION TO RETAIN THE LAW OFFICES
OF PAUL RICHARD KARAN AS SPECIAL COUNSEL *NUNC PRO TUNC* AS OF
SEPTEMBER 1, 2016**

Upon the Application (the "Application") of Irving H. Picard (the "Trustee"), as Trustee for the substantively consolidated liquidation of the business of Bernard L. Madoff Investment Securities LLC, and the chapter 7 estate of Bernard L. Madoff, dated September 26, 2016, for authority to retain The Law Offices of Paul Richard Karan as special counsel as of September 1, 2016, and upon the declaration of Paul Richard Karan, dated September 26, 2016, submitted in connection therewith; and due and proper notice having been given under the circumstances of this case, and after due deliberation,

IT IS HEREBY ORDERED THAT:

1. The Court finds that The Law Offices of Paul Richard Karan is deemed disinterested under 15 U.S.C. § 78eee(b)(6)(B).

2. The Trustee is authorized to retain The Law Offices of Paul Richard Karan in substitution for Tarter Krinsky & Drogin LLP as special counsel to the Trustee as provided in the Application, *nunc pro tunc*, as of September 1, 2016.

3. The Trustee is authorized to terminate the retention of Tarter Krinsky & Drogin LLP as of August 11, 2016, and Tarter Krinsky & Drogin LLP is authorized to file a final fee application, no later than November 17, 2016, for fees and expenses incurred from April 1, 2016 through August 11, 2016 and the remaining holdback, to be heard no sooner than the next scheduled fee hearing in December 2016 or any adjournment.

Dated: New York, New York
_____, 2016

HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE